Exhibit B

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REMINDER	
Use this Ledger to record any Automatic Deposits and Payments.	
REMEMBER TO <u>DEDUCT</u> FROM YOUR ACCOUNT BALANCE EACH MONTH ALL AUTOMATIC PAYMENTS YOU HAVE AUTHORIZED.  ADD TO YOUR ACCOUNT BALANCE ANY AUTOMATIC	
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Should you need an additional check register prior to your next order, contact your financial institution.

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## Easy To Use Transaction Register

Record your check number or transaction code, date, and a description of the transaction. It is recommended that you compute the balance after each entry.

When reconciling statements, this column may be used to indicate (/) items cleared by your financial institution.

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Your information is protected in accordance with your financial institution's policy.

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AD-Automatic Deposit • AP-Automatic Payment • ATM-Cash Withdrawal • DC-Debit Card • FT-Funds Transfer • SC-Service Charge • TD-Tax Deductible  FGANSACTION DESCRIPTION  DEPOSIT  BAYMENT FEE
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Exhibit C

## UNANIMOUS RESOLUTION OF THE SHAREHOLDERS, DIRECTORS AND OFFICERS OF MANSELL CAPITAL PARTNERS, LLC

A special meeting of the shareholders, directors and officers of Mansell Capital Partners, LLC, ("Company") was held on July 14, 2003. The following were present representing all of the shareholders, directors and officers of the Company.

Stephan J. Lovett, President Thomas O. Begley, Secretary

IT WAS RESOLVED THAT Mr. Gordon Mascarenhas, a Canadian citizen with Passport Number JS983498 shall be appointed as "Advisor and Administrator" to assist with specific transactions wherein the company shall exchange it's investment funds, currently on deposit with the clearing firm of Hartsfield Capital Securities, Inc. in Atlanta, Georgia, for legally issued. marginable bank instruments from any bank with rated securities of AA or better by S&P and Aa/P1 by Moody's; and

IT WAS FURTHER RESOLVED THAT, Mr. Mascarenhas shall only act in a legal manner that does not place the Company or its assets at any risk of loss or foreclosure; and

IT WAS FURTHERE RESOLVED THAT, Mr. Mascarenhas is hereby authorized to execute the acquisition of commercial documents consistent with the criteria described in the aforementioned resolutions. Mr. Mascarenhas's execution of the acquisition of such securities shall be performed with notification to and pre-approval of a designated representative of Mansell Capital Partners, LLC: and

IT WAS FURTHER RESOLVED THAT the Company's securities dealer (Hartsfield Capital Securities, Inc.) shall be instructed by the Company to issue by standard international banking practices, a bank-to-bank communication via swift containing payment for said instruments; and

IT WAS FURTHER RESOLVED THAT the bank instrument to be purchased by the Company shall be cash-backed, irrevocable and unconditional as to payment at maturity with a one year term, and shall be payable by the issuing bank without recourse, protest, notification, and free of any deductions, withholdings, fees, taxes or charges levied by any party including any political entity in the jurisdiction of issuance of the instrument. The instrument shall be a global issue suitable for acquisition by a U.S. or Canadian citizen; and

IT WAS FURTHER RESOLVED THAT Mr. Mascarenhas shall be authorized to issue such relevant instructions to our securities dealer (Hartsfield Capital Securities, Inc.) who will act immediately on our behalf and upon our confirmation.

There being no further business, the meeting was declared closed.

This Resolution is Agreed, Signed and Sealed on this 14th day of July, 2003.

Stephan J. Lovett. President

Thomas O. Begley, Secretary

Certified by the Corporate Secretary:

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